

## RESOLUTION NO. SA-12-01

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE IMPERIAL BEACH REDEVELOPMENT AGENCY SUCCESSOR AGENCY PURSUANT TO PART 1.85 OF DIVISION 24 OF THE CALIFORNIA HEALTH AND SAFETY CODE ESTABLISHING RULES AND REGULATIONS FOR THE OPERATIONS OF THE SUCCESSOR AGENCY AS A NEW LEGAL ENTITY SEPARATE FROM THE CITY AND TAKING CERTAIN ACTIONS IN CONNECTION THEREWITH**

**WHEREAS**, the Imperial Beach Redevelopment Agency ("Redevelopment Agency") was a redevelopment agency in the City of Imperial Beach ("City"), duly created pursuant to the California Community Redevelopment Law (Part 1 (commencing with Section 33000) of Division 24 of the California Health and Safety Code) ("Redevelopment Law"); and

**WHEREAS**, AB x1 26 ("AB 26") and AB x1 27 ("AB 27") were signed by the Governor of California on June 28, 2011, making certain changes to the Redevelopment Law, including adding Part 1.8 (commencing with Section 34161) and Part 1.85 (commencing with Section 34170) ("Part 1.85") to Division 24 of the California Health and Safety Code ("Health and Safety Code"); and

**WHEREAS**, the California Redevelopment Association and League of California Cities filed a lawsuit in the Supreme Court of California (*California Redevelopment Association, et al. v. Matosantos, et al.*, Case No. S194861) alleging that AB 26 and AB 27 were unconstitutional; and

**WHEREAS**, on December 29, 2011, the Supreme Court issued its opinion in the *Matosantos* case largely upholding AB 26, invalidating AB 27, and holding that AB 26 may be severed from AB 27 and enforced independently; and

**WHEREAS**, the Supreme Court generally revised the effective dates and deadlines for performance of obligations in Part 1.85 arising before May 1, 2012 to take effect four months later; and

**WHEREAS**, as a result of the Supreme Court's decision, on February 1, 2012, all redevelopment agencies were dissolved and replaced by successor agencies established pursuant to Health and Safety Code Section 34173; and

**WHEREAS**, the City Council of the City adopted Resolution No. 2012-7136 on January 5, 2012, pursuant to Part 1.85, electing for the City to serve as the successor agency to the Redevelopment Agency upon the dissolution of the Redevelopment Agency under AB 26 ("Successor Agency"); and

**WHEREAS**, the Board of Directors of the Successor Agency, hereby desires to adopt a name for the Successor Agency as a separate legal entity and establish rules and regulations that will apply to the governance and operations of the Successor Agency.

**NOW, THEREFORE, BE IT RESOLVED** by the Imperial Beach Redevelopment Agency Successor Agency, as follows:

**SECTION 1.**        Designated Successor Agency.        Pursuant to City Council Resolution No. 2012-7136, by which the City elected to serve as the Successor Agency to the Redevelopment Agency pursuant to Part 1.85 upon the dissolution of the Redevelopment

Agency under AB 26, and the Redevelopment Agency having been dissolved by operation of law on February 1, 2012, the Successor Agency is hereby declared constituted.

SECTION 2.       Separate Legal Entity. The Successor Agency is a distinct and separate legal entity from the City, and is hereby named "Imperial Beach Redevelopment Agency Successor Agency", the sole name by which it will exercise its powers and fulfill its duties pursuant to Part 1.85 of AB 26.

SECTION 3.       Governance.

A.       Board of Directors. The Successor Agency shall be governed by a Board of Directors ("Board"), which shall exercise the powers and perform the duties of the Successor Agency. The Board shall consist of the members of the City Council of the City.

B.       Board Officers. The Board shall have a Chair to preside at and conduct all meetings and a Vice Chair who shall act in the absence of the Chair. The offices of the Chair and Vice Chair shall be filled by the Mayor and Mayor Pro Tem, respectively, of the City Council of the City.

C.       Meetings of the Board. The Board shall hold regular meetings on the First and Third Wednesdays of each month at 6:00 PM. If a regular meeting falls on a City holiday, such meeting shall be held on the immediately following day at 6:00 p.m. or as otherwise designated by the Successor Agency. The Board may adopt such rules and procedures for conducting such meetings and other business as the Board deems appropriate. All meetings of the Board including, without limitation, regular, adjourned regular, and special meetings shall be called, noticed and conducted in accordance with the provisions of the Ralph M. Brown Act, Sections 54950 et seq. of the California Government Code.

D.       Quorum. The presence of a majority of the Board members at a meeting shall constitute a quorum for the transaction of Successor Agency business. Less than a quorum may adjourn or continue meetings from time to time.

E.       Voting. Except as otherwise provided by applicable law or resolution of the Board, decisions of the Board shall be made by a majority of a quorum.

F.       Executive Director. The City Manager of the City shall serve as Executive Director of the Successor Agency. The Executive Director may appoint officers and employees as necessary to perform the duties of the Successor Agency. The Executive Director also may delegate the performance of his/her duties to other officers or employees.

G.       Secretary. The City Clerk of the City shall serve as Secretary of the Successor Agency.

H.       Successor Agency Counsel. The City Attorney of the City shall serve as Successor Agency Counsel.

I.       Finance Officer. The Chief Financial Officer/City Treasurer of the City shall serve as Finance Officer of the Successor Agency. The Finance Officer shall have the

care and custody of all funds of the Successor Agency and shall deposit the same in the name of the Successor Agency in such bank or banks as he/she may select. The Finance Officer also may enter into agreements on behalf of the Successor Agency with any bank or trust company authorized to accept deposits of public funds, providing for the transfer of funds between accounts maintained by the Successor Agency upon request by telephone. Such agreement also may provide for the investment of funds maintained in such accounts upon request by telephone.

J. Additional Duties. The officers of the Successor Agency shall perform such other duties and functions as may from time to time be required or directed by the Board of the Successor Agency. The Chair of the Board and the Chief Financial Officer/City Treasurer may sign all orders and checks for the payment of money. The Chair, or Vice Chair in the absence of the Chair, and the Executive Director, or any other person or persons designated by formal action of the Board, may sign deeds, contracts and other instruments made by the Successor Agency.

SECTION 4. Powers and Duties of the Successor Agency. The Successor Agency shall have the authority to perform the functions and duties described in Part 1.85 of AB 26, including but not limited to, making payments and performing obligations required by enforceable obligations and expeditiously winding down the affairs of the former Redevelopment Agency. The Successor Agency also may exercise any other powers provided by statute or granted by law.

SECTION 5. Successor Agency Funds and Obligations. All assets and monies held by or under the control of the Successor Agency shall be maintained in funds and accounts established by the Successor Agency and shall be kept separate and apart from the funds and accounts of the City.

SECTION 6. Indemnification and Liability.

A. Indemnification. The Successor Agency shall defend, indemnify, and hold harmless the City, and its City Council, boards, commissions, officers, employees and agents, from any and all claims, losses, damages, costs, injuries and liabilities of every kind arising directly or indirectly from the conduct, activities, operations, acts, and omissions of the Successor Agency.

B. Liability. In accordance with Health and Safety Code Section 34173(e) of AB 26, the liability of the Successor Agency, acting pursuant to the powers granted under Part 1.85, shall be limited to the extent of, and payable solely from, the total sum of property tax revenues it receives pursuant to Part 1.85 and the value of assets transferred to it as a successor agency for a dissolved redevelopment agency. The debts, assets, liabilities, and obligations of the Successor Agency shall be solely the debts, assets, liabilities, and obligations of the Successor Agency and not of the City.

SECTION 7. Roster of Public Agencies Filing. The Secretary of the Successor Agency shall file on the prescribed form the statement of public agency with the Secretary of State and County Clerk in accordance with Government Code Section 53051.

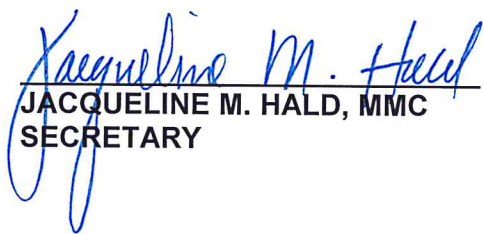
SECTION 8. Effective Date. This Resolution shall take effect immediately upon its adoption.

**PASSED, APPROVED, AND ADOPTED** by the Imperial Beach Redevelopment Agency Successor Agency at its meeting held on the 15th day of February 2012, by the following vote:

<b>AYES:</b>	<b>BOARD MEMBERS:</b>	<b>BILBRAY, KING, BRAGG, SPRIGGS, JANNEY</b>
<b>NOES:</b>	<b>BOARD MEMBERS:</b>	<b>NONE</b>
<b>ABSENT:</b>	<b>BOARD MEMBERS:</b>	<b>NONE</b>

  
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**JAMES C. JANNEY**  
**CHAIRPERSON**

**ATTEST:**

  
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**JACQUELINE M. HALD, MMC**  
**SECRETARY**